

**COMMISSIONER OF SECURITIES AND INSURANCE
MONTANA STATE AUDITOR
STATE OF MONTANA**

In the matter of)	Case No. SEC-2011-356
)	
E*TRADE SECURITIES LLC)	
)	AMENDED CONSENT ORDER
)	
Respondent.)	
)	
)	

WHEREAS, the Commissioner of Securities and Insurance, Montana State Auditor ("Administrator"), on February 2, 2012, entered an Administrative Consent Order, Case No. SEC-2011-356, which resolved the Administrator's investigation of Respondent E*TRADE Securities LLC ("E*TRADE"); and

WHEREAS, on October 18, 2011, E*TRADE and a multi-state task force reached an agreement to resolve the coordinated investigations conducted by the multi-state task force; and

WHEREAS, pursuant to the October 18, 2011 agreement, E*TRADE agreed to pay fines and/or penalties in the amount of \$5 million in the aggregate to the States to be distributed as determined by the multi-state task force based upon a proportional share of all auction rate securities positions held by the states as of February 2008; and

WHEREAS, under the terms of the Administrative Consent Order, Case No. SEC-2011-356, E*TRADE agreed to pay \$12,743.12 dollars, which amount purportedly constituted Montana's share of the total state settlement amount of \$5 million; and

WHEREAS, the original data used to calculate each state's proportional share of the total state settlement was inaccurate; and

WHEREAS, Montana's share of the total state settlement is actually \$14,637.39 dollars; and

WHEREAS, the difference between what E*TRADE has paid Montana, and the amount that should have been paid is \$1,894.27 dollars; and

WHEREAS, E*TRADE consents to the entry of this Amended Consent Order; and

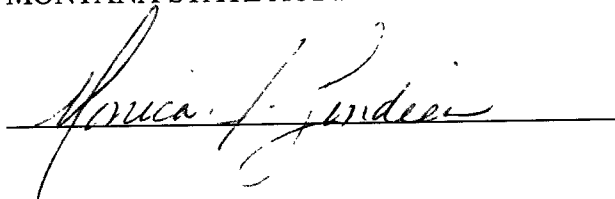
NOW THEREFORE, IT IS ORDERED as follows:

Within 10 days from the date of this Amended Consent Order, E*TRADE shall pay an additional sum of \$1,894.27 dollars to Montana, which amount constitutes the balance of Montana's share of the total state settlement of \$5 million. In the event another state

securities regulator determines not to accept E*TRADE's settlement offer, the total amount of the payment to the state of Montana shall not be affected.

DATED this 16th day of March, 2012.

BY ORDER OF THE COMMISSIONER OF
SECURITIES AND INSURANCE,
MONTANA STATE AUDITOR



**CONSENT TO ENTRY OF AMENDED CONSENT ORDER BY E*TRADE
SECURITIES LLC**

E*TRADE Securities LLC ("Respondent") hereby acknowledges that it has been served with a copy of this Amended Consent Order, has read the foregoing Order.

James E. Ballou, Jr. represents that he/she is GC, Brokerage of E*TRADE Securities LLC and that, as such, has been authorized by E*TRADE Securities LLC to consent to the entry of this Amended Consent Order for and on behalf of E*TRADE Securities LLC


DATED this 13th day of March, 2012.

E*TRADE SECURITIES LLC

By: James E. Ballou, Jr.
Title: General Counsel, Brokerage

STATE OF Virginia)
County of Arlington)

SUBSCRIBED AND SWORN TO before me this 13th day of March, 2012.



Notary Public

My commission expires:

May 31, 2016

